

Xpro India Limited

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May 20, 2026

National Stock Exchange of India Ltd.
“Exchange Plaza”,
Bandra-Kurla Complex,
Bandra (E),
Mumbai 400 051

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort, Mumbai 400 001

Stock Symbol: XPROINDIA(EQ)

Stock Code No: 590013

Dear Sir/Madam,

Sub: Outcome of the Board Meeting held on Wednesday, May 20, 2026

Further to our letter dated May 13, 2026 and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), we wish to inform you that the Board of Directors (“**Board**”) of Xpro India Limited (“**the Company**”), at its meeting held today, i.e. May 20, 2026, have *inter alia*:

1. Approved Audited Standalone and Consolidated Financial Results of the Company for the Quarter and Year ended March 31, 2026. Audited Financial Results of the Company for the Financial Year 2025-26 under Regulation 33 of the Listing Regulations, along with Auditors’ Report are enclosed herewith.

Further, pursuant to Regulation 33(3)(d) of the Listing Regulations, we hereby declare that the enclosed Auditors’ Report is with unmodified opinion.

2. Recommended a Dividend of INR 2.00 per Equity Share of Rs.10/- each for the Financial Year ended March 31, 2026, subject to the approval of shareholders of the Company at the ensuing Annual General Meeting of the Company.

The Board Meeting commenced at 1:45 p.m. and concluded at 6.30 p.m.

Kindly take the same on record.

Thanking you,

Yours faithfully,
for **XPRO INDIA LIMITED**

Kamal Kishor Sewoda
Company Secretary

Walker Chandiook & Co LLP

Walker Chandiook & Co LLP
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Jacaranda Marg, DLF Phase II,
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Independent Auditor's Report on Standalone Annual Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Xpro India Limited

Opinion

1. We have audited the accompanying standalone annual financial results ('the Statement') of Xpro India Limited) ('the Company') for the year ended 31 March 2026, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (i) presents Standalone annual financial results in accordance with the requirements of Regulation 33 of the Listing Regulations; and
 - (ii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under section 133 of the Companies Act, 2013 ('the Act'), read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the standalone net profit after tax and other comprehensive loss and other financial information of the Company for the year ended 31 March 2026.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Statement section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the standalone annual financial results under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion.



Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kolkata, Lucknow, Mumbai, New Delhi, Noida and Pune

Walker Chandiook & Co LLP is registered with limited liability with identification number AAC-2085 and its registered office at L-41 Connaught Circus, New Delhi, 110001, India

Walker Chandiook & Co LLP

Independent Auditor's Report on Standalone Annual Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

Responsibilities of Management and Those Charged with Governance for the Statement

4. This Statement has been prepared on the basis of the standalone annual financial statements and has been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the Ind AS specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.
5. In preparing the Statement, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
6. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Statement

7. Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing, specified under section 143(10) of the Act, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.
8. As part of an audit in accordance with the Standards on Auditing, specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has in place an adequate internal financial controls with reference to financial statements and the operating effectiveness of such controls;
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors;



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Independent Auditor's Report on Standalone Annual Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
 - Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
9. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
10. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

11. The Statement includes the financial results for the quarter ended 31 March 2026, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subject to limited review by us.

For Walker Chandiook & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013



Ashish Gera
Partner
Membership No. 508685



UDIN: 26508685YRJWLQ7281

Place: New Delhi
Date: 20 May 2026

Xpro India Limited

Registered Office:
Barjora-Mejia Road, P.O. Ghutgoria,
Tehsil : Barjora, Distt : Bankura, West Bengal 722 202.
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www.xproindia.com ; CIN : L25209WB1997PLCo85972

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Statement of Standalone Financial Results for the quarter and year ended March 31, 2026

(INR Lacs)

	Quarter ended			Year ended	
	March 31 2026	December 31 2025	March 31 2025	March 31 2026	March 31 2025
	See note 2	Unaudited	See note 2	Audited	Audited
1 Income					
a) Revenue from operations	13436.71	10631.38	15821.45	50549.23	53528.48
b) Other income (refer note 5 and 8(a))	684.54	429.04	262.27	1825.44	1818.04
Total income	14121.25	11060.42	16083.72	52374.67	55346.52
2 Expenses					
a) Cost of materials consumed	8835.40	7492.41	11744.48	35000.77	38649.04
b) Changes in inventories of finished goods and work-in-progress	337.84	(402.06)	(215.88)	95.93	(366.50)
c) Employee benefits expense	1069.42	951.63	1072.22	3761.68	3363.57
d) Finance costs	104.23	80.25	98.54	372.16	437.73
e) Depreciation and amortisation expense	290.36	281.15	261.58	1137.70	1051.03
f) Other expenses	1761.18	1606.37	1867.16	6771.95	6560.80
g) Foreign exchange differences (net) (refer note 6 and 8(a))					
- Unrealised loss/(gain) on translation	150.38	(72.52)	128.00	1113.56	(53.28)
- Realised gain	(23.89)	(47.97)	(23.50)	(10.04)	(95.48)
Total expenses	12524.92	9889.26	14932.60	48243.71	49546.91
3 Profit before taxes (1-2)	1596.33	1171.16	1151.12	4130.96	5799.61
4 Tax expense					
a) Current tax	416.00	286.00	275.25	1023.00	1491.00
b) Deferred tax expense/(credit)	18.16	11.85	6.40	55.84	(13.50)
c) Tax adjustment for earlier years	-	-	(59.09)	-	(59.09)
5 Net Profit for the period/year (3-4)	1162.17	873.31	928.56	3052.12	4381.20
6 Other comprehensive income					
(a) Items that will not be subsequently reclassified to profit or loss					
(i) (Loss)/ gain on remeasurement of defined benefit plans	(255.43)	78.29	(24.05)	(189.58)	(24.87)
(ii) Income tax relating to items that will not be subsequently reclassified to profit or loss	64.29	(19.70)	6.05	47.72	6.26
(b) Items that will be subsequently reclassified to profit or loss					
(i) Change in fair value of tax free bonds	-	-	49.98	-	41.27
(ii) Income tax relating to items that will be subsequently reclassified to profit or loss	-	-	(12.58)	-	(10.39)
Total other comprehensive (loss)/income for the period (net of tax)	(191.14)	58.59	19.40	(141.86)	12.27
7 Total comprehensive income for the period/year (comprising Profit and other comprehensive (loss)/income for the period/year (5+6))	971.03	931.90	947.96	2910.26	4393.47
8 Paid-up equity share capital (Face value: INR 10 per share)	2347.04	2347.04	2230.04	2347.04	2230.04
9 Other equity				69201.45	59457.93
10 Earnings per share (of INR 10 each) (INR)					
(a) Basic	4.95*	3.72*	4.17*	13.20	19.80
(b) Diluted	4.95*	3.72*	4.12*	13.18	19.61

*Not annualised.

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Standalone Statement of Assets and Liabilities

(INR Lacs)

Particulars		As at	As at
		March 31, 2026	March 31, 2025
		Audited	Audited
A	ASSETS		
1	Non-current assets		
	a. Property, plant and equipment	35019.52	14225.79
	b. Capital work-in-progress	15.40	19409.59
	c. Right-of-use assets	754.71	806.26
	d. Intangible assets	104.73	-
	e. Intangible assets under development	-	67.28
	f. Financial assets		
	(i) Investments	17547.19	19023.25
	(ii) Loans	36.29	31.72
	(iii) Other financial assets	4829.92	435.60
	g. Non-current tax assets (net)	264.32	189.54
	h. Other non-current assets	265.38	314.38
	Total non-current assets	58837.46	54503.41
2	Current assets		
	a. Inventories	7277.70	6006.77
	b. Financial assets		
	(i) Trade receivables	6921.74	7769.60
	(ii) Cash and cash equivalents	1112.41	5952.78
	(iii) Bank balances other than (ii) above	16418.94	7754.57
	(iv) Loans	49.27	23.61
	(v) Other financial assets	926.38	443.97
	c. Other current assets	2031.25	2744.35
	Total current assets	34737.69	30695.65
	Total assets	93575.15	85199.06
B	EQUITY AND LIABILITIES		
1	Equity		
	a. Equity share capital	2347.04	2230.04
	b. Other equity	69201.45	59457.93
	Total Equity	71548.49	61687.97
2	Liabilities		
	Non-current liabilities		
	a. Financial liabilities		
	(i) Borrowings	9851.24	8935.34
	(ii) Lease liabilities	62.80	127.94
	(iii) Other financial liabilities	1768.77	1221.49
	b. Provisions	384.19	157.89
	c. Deferred tax liabilities (net)	1770.19	1762.07
	Total non-current liabilities	13837.19	12204.73
3	Current liabilities		
	a. Financial liabilities		
	(i) Borrowings	1840.65	2455.86
	(ii) Lease liabilities	65.14	57.33
	(iii) Trade payables		
	- total outstanding dues of micro enterprises and small enterprises	175.02	335.92
	- total outstanding dues of creditors other than micro enterprises and small enterprises	3978.32	6096.73
	(iv) Other financial liabilities	1592.28	2010.50
	b. Other current liabilities	255.17	294.07
	c. Provisions	282.89	55.95
	Total current liabilities	8189.47	11306.36
	Total liabilities	22026.66	23511.09
	Total equity and liabilities	93575.15	85199.06

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Standalone Statement of Cash Flows

(INR Lacs)

	Year ended March 31, 2026	Year ended March 31, 2025
	Audited	Audited
A. Cash flow from Operating Activities		
Net profit before tax	4130.96	5799.61
Adjustments for:		
Depreciation and amortisation expense	1137.70	1051.03
Excess provisions written back	(0.70)	(42.34)
Unrealised loss/ (gain) from exchange differences (net)	1113.56	(53.28)
Unrealised mark to market gain on outstanding derivative contract	(24.12)	-
Income from financial guarantee contracts	(365.20)	(18.75)
Interest income (classified as investing cash flows)	(1155.04)	(1683.10)
Interest expense	372.16	437.73
Assets written off	5.02	-
Gain from disposal of property, plant and equipment	0.06	(7.73)
Gain from disposal of subsidiary	-	(1.50)
Loss on disposal of investment	-	61.94
Dividend income	(0.10)	(0.08)
Operating Profit before Working Capital changes	5214.30	5543.53
Adjustment to working capital:		
(Increase)/ decrease in financial assets	(178.57)	7.77
Decrease/(increase) in trade receivables	847.86	(2326.82)
Decrease/(increase) in other assets	666.82	(1083.86)
Increase in inventories	(1270.93)	(1426.33)
(Decrease)/increase in financial liabilities	(1984.44)	1646.06
Decrease in other liabilities	(38.90)	(141.76)
Increase in provisions	263.66	114.03
Cash flow generated from operations (gross)	3519.80	2332.62
Income tax paid (net of refund)	(1097.78)	(1380.10)
Net cash flow generated from operating activities (A)	2422.02	952.52
B. Cash flow from investing activities		
Purchase of property, plant and equipment and intangible assets	(2426.04)	(11859.59)
Investment in financial assets measured at fair value through profit and loss	-	(17528.25)
Proceeds from disposal of tax-free bonds	-	449.05
Proceeds from disposal of subsidiary	-	3.00
Proceeds from disposal of property, plant and equipment	4.23	26.05
Dividend received	0.10	0.08
Interest received	992.85	1733.14
(Investments in)/ proceeds from bank deposits	(10720.94)	23578.46
Received for Corporate guarantee given on behalf of subsidiary	246.98	-
Net cash flow used in investing activities (B)	(11902.82)	(3598.06)
C. Cash flow from financing activities		
Proceeds from convertible warrants	7414.87	1684.19
Dividend paid	(461.22)	(436.36)
Payment of principal portion of lease liabilities	(57.33)	(41.68)
Payment of interest portion of lease liabilities	(17.94)	(23.45)
Repayment of long-term borrowings	(1207.71)	-
Payment for derivative contract	(42.96)	-
Proceeds from long-term borrowings	488.06	8135.72
Repayment of short-term borrowings (net)	(848.98)	(366.10)
Interest paid	(626.36)	(506.23)
Net cash flow generated from financing activities (C)	4640.43	8446.09
Net (decrease)/increase in cash and cash equivalents (A+B+C)	(4840.37)	5800.55
Cash and cash equivalents at the beginning of the year	5952.78	152.23
Cash and cash equivalents at the end of the year	1112.41	5952.78
Components of cash and cash equivalents		
Balances with scheduled banks:		
In current accounts	581.58	6.79
Debit balance in cash credit account	521.88	637.72
Deposit accounts with remaining maturity of less than 3 months	5.86	5302.35
Cash on hand	3.09	5.92
Balance as per statement of cash flow	1112.41	5952.78
Non-Cash Activities:		
Investing: Financial guarantee contracts asset	1835.61	-
Financing: Foreign exchange fluctuation loss on long term borrowings	1727.24	-
Financial guarantee contracts liability	1835.61	1477.62

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Notes:

1. The above standalone annual financial results have been extracted from the audited standalone financial statements, reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 20, 2026. The Statutory Auditors of the Company have expressed an unmodified audit opinion on these standalone annual financial results.
2. Figures for the quarters ended March 31, 2026 and March 31, 2025 are the resultant balancing figures between standalone audited figures in respect of the full financial year and the published unaudited year to date figures upto the third quarter of the relevant financial years, which were subject to limited review.
3. These standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (Ind AS) 34, 'Interim Financial reporting' prescribed under section 133 of the Companies Act, 2013, together with other accounting principles generally accepted in India and is in compliance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
4. The Company operates predominantly within a single reportable business segment "Polymer Processing" and mainly in a single geographic segment i.e. India (as per Ind AS 108 - "Segment reporting"). There are no separate reportable businesses or other geographic segments.
5. Operations and results reflect (a) market conditions, including usual seasonality; (b) product-mix dynamics and (c) a lower interest income consequent to liquidity being progressively deployed towards capital projects and the UAE subsidiary. Other income for the quarter and year ended March 31, 2026, includes Insurance claim approved amounting to INR 228.67 lacs (since received).
6. For a helpful interpretation of the operating performance:
 - a) The Company has elected to present the foreign exchange differences as additional information. Applicable accounting standards require that at the end of each reporting period foreign currency monetary items be translated applying closing forex rates and resulting exchange differences which arise either on settlement or on translation of the rates be recognized in the Standalone statement of profit and loss in the period in which they arise.
 - b) The Company has utilized Euro denominated export credit insurance-backed Supplier Credits in respect of capital goods, to be repaid in instalments over ten years. While EUR/INR exchange rates were seen to be generally range bound until March 2025, due to global movements a steep rise of 17.17% during the year ended March 2026 in the EUR/INR exchange rates has impacted the carrying value of the said Euro-denominated credits and accordingly the Company has recognised a loss of INR 147.85 lacs and INR 1140.53 lacs in its Standalone statement of Profit & Loss Account for the quarter and year ended March 31, 2026 respectively.
 - c) It is prudent to point out that over the long-term tenure of the credits and their settlement, these fluctuations may not be permanent and could potentially reverse or adjust as part of normal financial trends.
 - d) Further, the Government of India has consolidated multiple existing labour legislations into a unified framework comprising of four Labour Codes, here collectively referred to as the 'New Labour Codes', notified with effect from November 21, 2025. Based on the examination of the information available so far and actuarial valuation, the Company has recognised an incremental impact of INR 107.23 lacs and INR 31.83 lacs as past service cost resulting in an increase in gratuity and compensated absences liability respectively due to change in the definition of "wages". The Company continues to monitor developments evolving on the implementation of the New Labour Codes and would provide the appropriate accounting effect, if any, on their basis.
7. During the year ended March 31, 2024, the Company had issued and allotted 14,35,750 warrants at a price of INR 975 each, each warrant carrying a right upon being fully paid up within a period of 18 months from date of allotment to subscribe to one equity share of face value INR 10 of the Company (including premium of INR 965 each). (Allotment money - INR 4899.50 lacs, being 35% of the total warrant price was received in January 2024).
In accordance with earlier approval of shareholders and upon exercise of the option on payment of the balance 65% due on warrants:
 - a) The Company during the year ended March 31, 2025, issued and allotted 265,750 equity shares of INR 10 each at a premium of INR 965 per share.
 - b) The Company during the year ended March 31, 2026, issued and allotted 11,70,000 equity shares of INR 10 each at a premium of INR 965 per share. Following these allotments, the issued and paid-up Equity Share Capital comprised of 23,470,391 shares of INR 10 each.
 - c) As on March 31, 2026, unutilised portion of the net proceeds (INR 7462.88 lacs) were placed in bank deposits of the Company, pending final utilization as intended.
8. a) The management has reclassified comparative information in accordance with IND AS 8, "Accounting policies, Changes in Accounting Estimates and Errors"; impact thereof is as below:

Particulars	Other income (INR Lacs)			Foreign exchange differences (INR Lacs)		
	Reported	Adjustment	Revised	Reported	Adjustment	Revised
Quarter ended March 31, 2025	157.77	104.50	262.27	-	104.50	104.50
Year ended March 31, 2025	1966.80	(148.76)	1818.04	-	(148.76)	(148.76)
- b) Previous period's figures have been regrouped/reclassified wherever necessary to correspond with the current period's classification/disclosure. The impact of such regrouping/reclassification is not material to standalone financial results.

New Delhi
May 20, 2026



For and on behalf of the Board

 C Bhaskar
 Managing Director

Walker Chandiook & Co LLP

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Independent Auditor's Report on Consolidated Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Xpro India Limited

Opinion

1. We have audited the accompanying consolidated annual financial results ('the Statement') of Xpro India Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), for the year ended 31 March 2026, attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditor on separate audited financial statements of the subsidiary, as referred to in paragraph 12 below, the Statement:
 - (i) includes the annual financial results of the entities listed in Annexure 1;
 - (ii) presents financial results in accordance with the requirements of Regulation 33 of the Listing Regulations, and
 - (iii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the consolidated net profit after tax and other comprehensive income and other financial information of the Group, for the year ended 31 March 2026.



Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiook & Co LLP is registered with limited liability with identification number AAC-2085 and its registered office at L-41 Connaught Circus, New Delhi, 110001, India

Walker Chandiook & Co LLP

Independent Auditor's Report on Consolidated Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Statement section of our report. We are independent of the Group, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial results under the provisions of the Act, and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us together with the audit evidence obtained by the other auditor in terms of their report referred to in paragraph 12 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Statement

4. The Statement has been prepared on the basis of the consolidated annual financial statements and has been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the consolidated net profit and other comprehensive income, and other financial information of the Group in accordance with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of the Statement. Further, in terms of the provisions of the Act, the respective Board of Directors of the companies included in the Group, covered under the Act, are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding of the assets of the Group, and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively, for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results, that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial results have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.
5. In preparing the Statement, the respective Board of Directors of the companies included in the Group, are responsible for assessing the ability of the Group, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
6. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Statement

7. Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Act will always detect a material misstatement, when it exists. Misstatements can arise from fraud or error, and are considered material if, individually, or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.
8. As part of an audit in accordance with the Standards on Auditing specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:



Walker Chandiook & Co LLP

Independent Auditor's Report on Consolidated Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors;
 - Conclude on the appropriateness of Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group, to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;
 - Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation; and
 - Obtain sufficient appropriate audit evidence regarding the financial statements of the entities or business activities within the Group, to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of financial information of entity included in the Statement, of which we are the independent auditors. For the other entity included in the Statement, which have been audited by the other auditor, such other auditor remain responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion.
9. We communicate with those charged with governance of the Holding Company, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
10. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
11. We also performed procedures in accordance with circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

Other Matters

12. We did not audit the annual financial statements of one subsidiary included in the Statement whose financial information reflects total assets of ₹ 49,493.71 lacs as at 31 March 2026, total revenues of ₹ Nil, total net loss after tax of ₹ 1,092.60 lacs, total comprehensive income of ₹ 837.29 lacs, and net cash inflows of ₹ 3,780.27 lacs for the year ended on that date, as considered in the Statement. These annual financial statements have been audited by other auditor whose audit report has been furnished to us by the management, and our opinion in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the audit report of such other auditor, and the procedures performed by us as stated in paragraph 11 above.

Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and the report of the other auditor.



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Independent Auditor's Report on Consolidated Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

13. The Statement includes the consolidated financial results for the quarter ended 31 March 2026, being the balancing figures between the audited consolidated figures in respect of the full financial year and the published unaudited year-to-date consolidated figures up to the third quarter of the current financial year, which were subject to limited review by us.

For Walker ChandioK & Co LLP

Chartered Accountants

Firm Registration No.: 001076N/N500013



Ashish Gera

Partner

Membership No. 508685



UDIN: 26508685MMMYIZ3906

Place: New Delhi

Date: 20 May 2026

Walker Chandiook & Co LLP

Independent Auditor's Report on Consolidated Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Cont'd)

Annexure 1

List of entities included in the Statement

Name of Holding Company

- a. Xpro India Limited

Name of Subsidiary Company

- b. Xpro Dielectric Films FZ-LLC



Xpro India Limited

Registered Office:
Barjora-Mejia Road, P.O. Ghutgoria,
Tehsil : Barjora, Distt : Bankura, West Bengal 722 202.
+91 9775 301701 ; cosec@xproindia.com ;
www.xproindia.com ; CIN : L25209WB1997PLC085972

xproindia

Statement of Consolidated Financial Results for the quarter and year ended March 31, 2026

(INR Lacs)

	Quarter ended			Year ended	
	March 31 2026	December 31 2025	March 31 2025	March 31 2026	March 31 2025
	See note 2	Unaudited	See note 2	Audited	Audited
1 Income					
a) Revenue from operations	13436.71	10631.38	15821.45	50549.23	53528.48
b) Other income (refer note 6 and 9(a))	659.13	410.33	307.60	1821.28	1890.87
Total income	14095.84	11041.71	16129.05	52370.51	55419.35
2 Expenses					
a) Cost of materials consumed	8835.40	7492.41	11744.48	35000.77	38649.04
b) Changes in inventories of finished goods and work-in-progress	337.84	(402.06)	(215.88)	95.93	(366.43)
c) Employee benefits expense	1069.42	951.63	1072.22	3761.68	3363.57
d) Finance costs	215.68	195.25	149.12	751.72	592.65
e) Depreciation and amortisation expense	306.20	296.50	276.97	1198.74	1101.34
f) Other expenses	1790.93	1716.57	1886.65	6949.27	6608.96
g) Foreign exchange differences (net) (refer note 7 & 9(a))					
- Unrealised loss/(gain) on translation	(194.92)	(140.94)	358.97	1584.11	347.55
- Realised gain	(23.61)	(47.97)	(23.50)	(6.44)	(95.48)
Total expenses	12336.94	10061.39	15249.03	49335.78	50201.20
3 Profit before taxes (1-2)	1758.90	980.32	880.02	3034.73	5218.15
4 Tax expense					
a) Current tax	416.00	286.00	275.25	1023.00	1491.00
b) Deferred tax expense/(credit)	18.16	11.85	6.40	55.84	(13.50)
c) Tax adjustment for earlier years	-	-	(59.09)	-	(59.09)
5 Net Profit for the period/year (3-4)	1324.74	682.47	657.46	1955.89	3799.74
6 Other comprehensive income					
(a) Items that will not be subsequently reclassified to profit or loss					
(i) Remeasurement of defined benefit plans	(255.43)	78.29	(24.05)	(189.58)	(24.87)
(ii) Income tax relating to items that will not be subsequently reclassified to profit or loss	64.29	(19.70)	6.05	47.72	6.26
(b) Items that will be subsequently reclassified to profit or loss					
(i) Exchange differences in translation of foreign operations	1130.12	152.16	(185.37)	1929.89	(80.46)
(ii) Change in fair value of tax free bonds	-	-	49.98	-	41.27
(iii) Income tax relating to items that will be subsequently reclassified to profit or loss	-	-	(12.58)	-	(10.39)
Total other comprehensive income/(loss) for the period/year (net of tax)	938.98	210.75	(165.97)	1788.03	(68.19)
7 Total comprehensive income for the period (comprising Profit and other comprehensive income/ (loss) for the period/year (5+6))	2263.72	893.22	491.49	3743.92	3731.55
8 Profit for the period/year attributable to					
a) Owners of the Company	1296.79	677.95	657.46	1923.42	3799.74
b) Non-controlling interest	27.95	4.52	-	32.47	-
9 Other comprehensive income/(loss) for the period/year attributable to					
a) Owners of the Company	772.18	225.77	(165.97)	1636.25	(68.19)
b) Non-controlling interest	166.80	(15.02)	-	151.78	-
10 Total comprehensive income for the period/year attributable to					
a) Owners of the Company	2068.97	903.72	491.49	3559.67	3731.55
b) Non-controlling interest	194.75	(10.50)	-	184.25	-
11 Paid-up equity share capital (Face value: INR 10 per share)	2347.04	2347.04	2230.04	2347.04	2230.04
12 Other equity				73623.46	58796.74
13 Earnings per share (of INR 10 each) (INR)					
(a) Basic	5.64*	2.91*	2.95*	8.46	17.17
(b) Diluted	5.64*	2.91*	2.92*	8.45	17.01

*Not annualised.



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Consolidated Statement of Assets and Liabilities

(INR Lacs)

	Particulars	As at	As at
		March 31, 2026	March 31, 2025
		Audited	Audited
A	ASSETS		
1	Non-current assets		
	a. Property, plant and equipment	35019.52	14225.79
	b. Capital work-in-progress	29949.13	3696.65
	c. Right-of-use assets	3864.48	34446.78
	d. Other intangible assets	104.73	-
	e. Intangible assets under development	-	67.28
	f. Financial assets		
	(i) Investments	18.94	17.38
	(ii) Loans	36.29	31.72
	(iii) Other financial assets	3048.83	435.60
	g. Non-current tax assets (net)	264.32	189.54
	h. Other non-current assets	1489.57	2139.29
	Total non-current assets	73795.81	55250.03
2	Current assets		
	a. Inventories	7277.70	6006.77
	b. Financial assets		
	(i) Trade receivables	6921.74	7769.60
	(ii) Cash and cash equivalents	9579.93	10373.55
	(iii) Bank balances other than (ii) above	20464.37	16131.70
	(iv) Loans	49.27	23.61
	(v) Other financial assets	835.09	507.20
	c. Other current assets	2909.96	3193.32
	Total current assets	48038.06	44005.75
	Total assets	121833.87	99255.78
B	EQUITY AND LIABILITIES		
1	Equity		
	a. Equity share capital	2347.04	2230.04
	b. Other equity	73623.46	58796.74
	c. Non-controlling interest	3873.44	-
	Total Equity	79843.94	61026.78
2	Liabilities		
	Non-current liabilities		
	a. Financial liabilities		
	(i) Borrowings	24426.57	20058.15
	(ii) Lease liabilities	3461.54	3153.85
	(iii) Other financial liabilities	292.53	0.77
	b. Provisions	384.19	157.89
	c. Deferred tax liabilities (net)	1770.19	1762.07
	Total non-current liabilities	30335.02	25132.73
3	Current liabilities		
	a. Financial liabilities		
	(i) Borrowings	4454.68	3619.68
	(ii) Lease liabilities	134.69	57.33
	(iii) Trade payables		
	- total outstanding dues of micro enterprises and small enterprises	175.02	335.92
	- total outstanding dues of creditors other than micro enterprises and small enterprises	4212.98	6810.18
	(iv) Other financial liabilities	2139.48	1923.14
	b. Other current liabilities	255.17	294.07
	c. Provisions	282.89	55.95
	Total current liabilities	11654.91	13096.27
	Total liabilities	41989.93	38229.00
	Total equity and liabilities	121833.87	99255.78

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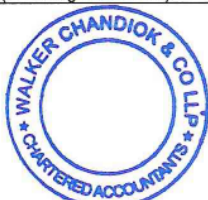
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Consolidated Statement of Cash Flows

(INR lacs)

	Year ended March 31, 2026	Year ended March 31, 2025
	Audited	Audited
A. Cash flow from Operating Activities		
Net profit before tax	3034.73	5218.15
Adjustments for:		
Depreciation and amortisation expense	1198.74	1101.34
Excess provisions written back	(0.70)	(42.34)
Unrealised loss from exchange differences (net)	1584.11	347.55
Unrealised mark to market gain on outstanding derivative contract	(24.12)	-
Interest income (classified as investing cash flow)	(1516.08)	(1775.06)
Interest expense	751.72	592.65
Assets written off	5.02	-
Gain from disposal of property, plant and equipment	0.06	(7.35)
Gain from disposal of subsidiary	-	(1.50)
Loss on disposal of investment	-	61.94
Dividend income	(0.10)	(0.08)
Operating Profit before Working Capital changes	5033.38	5495.30
Adjustment to working capital:		
(Increase)/decrease in financial assets	(542.86)	7.77
Decrease/(increase) in trade receivables	847.86	(2326.82)
Decrease/(increase) in other assets	666.82	(1528.50)
Increase in inventories	(1270.93)	(1426.26)
(Decrease)/increase in financial liabilities	(1820.11)	2467.29
Decrease in other liabilities	(38.90)	(141.76)
Increase in provisions	263.66	114.03
Cash flow generated from operations (gross)	3138.92	2661.05
Income tax paid (net of refund)	(1097.78)	(1380.10)
Net cash flow generated from operating activities (A)	2041.14	1280.95
B. Cash flow from investing activities		
Purchase of property, plant and equipment and intangible assets	(14064.92)	(28725.96)
Proceeds from disposal of tax free bonds	-	449.05
Proceeds from disposal of property, plant and equipment	4.23	25.67
Dividend received	0.10	0.08
Interest received	1368.75	1761.87
Proceeds from disposal of subsidiary	-	1.50
(Investments in)/ proceeds from bank deposits	(3412.84)	15152.50
Net cash flow used in investing activities (B)	(16104.68)	(11335.29)
C. Cash flow from financing activities		
Proceeds from convertible warrants	7414.87	1684.19
Proceeds from issue of equity shares	3196.25	-
Proceeds from securities premium	4794.38	-
Dividend paid	(461.22)	(445.02)
Payment of Principal portion of lease liabilities	(106.61)	(103.68)
Payment of interest portion of lease liabilities	(17.94)	(23.45)
Repayment of long-term borrowings	(1207.71)	-
Proceeds from long-term borrowings	1794.16	18882.64
Proceeds of short-term borrowings (net)	413.02	797.72
Payment for derivative contract	(42.96)	-
Interest paid	(705.35)	(513.94)
Net cash flow generated from financing activities (C)	15070.89	20278.46
Net increase in cash and cash equivalents (A+B+C)	1007.35	10224.12
Effect of Exchange fluctuations	547.45	(5.46)
Cash and cash equivalents at the beginning of the year	8025.13	154.89
Cash and cash equivalents at the end of the year	9579.93	10373.55
Components of cash and cash equivalents		
Balances with scheduled banks:		
In current accounts	589.66	2080.01
Debit balance in cash credit account	521.88	637.72
Deposit accounts with remaining maturity of less than 3 months	8463.66	7649.90
Cash on hand	4.73	5.92
Balance as per statement of cash flow	9579.93	10373.55
Non-Cash Activities:		
Financing: Foreign exchange fluctuation loss on long term borrowings (including translation)	3762.47	374.17

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Notes:

- The above consolidated financial results have been extracted from the audited consolidated financial statements, reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 20, 2026. The Statutory Auditors of the Holding Company have expressed an unmodified audit opinion on these consolidated annual financial results.
- Figures for the quarters ended March 31, 2026 and March 31, 2025 are the resultant balancing figures between consolidated audited figures in respect of the full financial year and the published unaudited year to date figures upto the third quarter of the relevant financial years, which were subject to limited review.
- These consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34, Interim Financial reporting ('Ind AS 34') prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
- The consolidated financial results include the financial results of the Holding Company "Xpro India Limited", subsidiary "Xpro Dielectric Films FZ-LLC", together referred to as the "Group".
- The Group is predominantly in the business of "Polymer Processing". Pursuant to the incorporation of a new subsidiary in UAE, the Chief Operating Decision maker in accordance with IND AS 108 evaluates the Group's performance and allocates resources based on business "In India" and "Outside India". Accordingly, information has been presented along these segments.

Particular	Quarter ended			Year ended	
	March 31, 2026	December 31, 2025	March 31, 2025	March 31, 2026	March 31, 2025
Revenue					
- India	13436.71	10631.38	15821.45	50549.23	53528.48
- Outside India	-	-	-	-	-
Total Segment revenue	13436.71	10631.38	15821.45	50549.23	53528.48
Segment results before other income and finance cost					
- India	1306.38	1103.52	1502.24	3815.38	5469.96
- Outside India	318.78	(44.98)	(503.73)	(647.84)	(448.69)
Total segment results	1625.16	1058.54	998.51	3167.54	5021.27
Less: Inter Segment Eliminations	3.51	(3.20)	-	3.63	-
Add: Other income	659.13	410.33	307.60	1821.28	1890.87
Less: Finance cost	215.68	195.25	149.12	751.72	592.65
Less: Depreciation	306.20	296.50	276.97	1198.74	1101.34
Total Profit before tax for the period/ year	1758.90	980.32	880.02	3034.73	5218.15
Total Segment assets					
- India	93575.15	92227.38	85199.06	93575.15	85199.06
- Outside India	49493.71	49015.62	34521.45	49493.71	34521.45
Unallocable / elimination	(21234.99)	(21119.62)	(20464.73)	(21234.99)	(20464.73)
Total Segment assets	121833.87	120123.38	99255.78	121833.87	99255.78
Total Segment Liabilities					
- India	22026.66	21649.92	23511.09	22026.66	23511.09
- Outside India	23666.35	24480.20	16176.77	23666.35	16176.77
Unallocable/ elimination	(3703.08)	(3586.66)	(1458.86)	(3703.08)	(1458.86)
Total Segment liabilities	41989.93	42543.46	38229.00	41989.93	38229.00

- Operations and results reflect (a) market conditions, including usual seasonality; (b) product-mix dynamics and (c) a lower interest income consequent to liquidity being progressively deployed towards capital projects in the group. Other income for the quarter and year ended March 31, 2026, includes Insurance claim approved amounting to INR 228.67 lacs (since received).
- For a helpful interpretation of the operating performance:
 - The Group has elected to present the foreign exchange differences as additional information. Applicable accounting standards require that at the end of each reporting period foreign currency monetary items be translated applying closing forex rates and resulting exchange differences which arise either on settlement or on translation of the rates be recognized in the consolidated statement of profit and loss in the period in which they arise.
 - The Group has utilized Euro denominated export credit insurance-backed Supplier Credits in respect of capital goods, to be repaid in instalments over ten years. While EUR/INR and EUR/AED exchange rates were seen to be generally range bound until March 2025, due to global movements a steep rise of 17.17% and 6.70% during the year March 2026 ended in the EUR/INR and




EUR/AED exchange rates respectively has impacted the carrying value of the said Euro-denominated borrowings and accordingly the Group has recognised a gain of INR 199.32 lacs and a loss of INR 1614.66 lacs in its consolidated statement of Profit & Loss Account for the quarter and year ended March 31, 2026 respectively.

- (c) It is prudent to point out that over the long-term tenure of the borrowings and their settlement, these fluctuations may not be permanent and could potentially reverse or adjust as part of normal financial trends.
- (d) Further, the Government of India has consolidated multiple existing labour legislations into a unified framework comprising of four Labour Codes, here collectively referred to as the 'New Labour Codes', notified with effect from November 21, 2025. Based on the examination of the information available so far and actuarial valuation, the Holding Company has recognised an incremental impact of INR 107.23 lacs and INR 31.83 lacs as past service cost resulting in an increase in gratuity and compensated absences liability respectively due to change in the definition of "wages". The Holding Company continues to monitor developments evolving on the implementation of the New Labour Codes and would provide the appropriate accounting effect, if any, on their basis.
8. During the year ended March 31, 2024, the Holding Company had issued and allotted 14,35,750 warrants at a price of INR 975 each, each warrant carrying a right upon being fully paid up within a period of 18 months from date of allotment to subscribe to one equity share of face value INR 10 of the Company (including premium of INR 965 each). (Allotment money - INR 4899.50 lacs, being 35% of the total warrant price was received in January 2024); and
- In accordance with earlier approval of shareholders and following exercise of the option on payment of the balance 65% payable on warrants,
- (a) The Holding Company during the year ended March 31, 2025, issued and allotted 265,750 equity shares of INR 10 each at a premium of INR 965 per share.
- (b) The Holding Company during the year ended March 31, 2026, issued and allotted 11,70,000 equity shares of INR 10 each at a premium of INR 965 per share. Following these allotments, the issued and paid-up Equity Share Capital comprised of 23,470,391 shares of INR 10 each.
- (c) As on March 31, 2026, unutilised portion of the net proceeds (INR 7462.88 lacs) were placed in bank deposits of the Holding Company, pending final utilization as intended.
9. (a) The management has reclassified comparative information as per IND AS 8, "Accounting policies, Changes in Accounting Estimates and Errors"; impact thereof is as below:

(INR Lacs)

Particulars	Other income			Other expenses			Foreign exchange differences		
	Reported	Adjustment	Revised	Reported	Adjustment	Revised	Reported	Adjustment	Revised
Quarter ended March 31, 2025	224.20	83.40	307.60	2151.22	(252.07)	1899.15	-	335.47	335.47
Year ended March 31, 2025	-	-	-	6916.23	(252.07)	6664.16	-	252.07	252.07

- (b) Previous period's figures have been regrouped/reclassified wherever necessary to correspond with the current period's classification/disclosure. The impact of such regrouping/reclassification is not material to standalone financial results.
10. Pursuant to necessary approvals, Xpro Dielectric Films FZ-LLC ("XDF", subsidiary of the Company) issued, on December 12, 2025, 13,235 new Equity Shares (categorized as "Class A" shares) of AED 1000 each at a premium of AED 1500 per share to Oasis II Investments Holdings Limited ("Oasis" - a SPV set up as a private company limited by shares incorporated under the laws of Abu Dhabi Global Markets). The amount of AED 33,087,500 (UAE Dirhams Thirty Three Million Eighty Seven Thousand Five Hundred only) raised by the subsidiary is intended to support its growth. Post allotment of the shares to Oasis, the Holding Company holds 85% of the share capital of XDF.
11. The Board of Directors of the Holding Company has recommended for approval by Members at the ensuing Annual General Meeting a dividend of INR 2 (Rupees Two only) per fully paid-up equity share of INR 10 each for the financial year ended March 31, 2026.

New Delhi
May 20, 2026



For and on behalf of the Board
C Bhaskar
C Bhaskar
Managing Director

Xpro India Limited

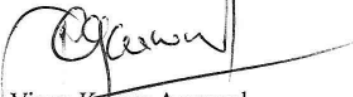
ECE House, 2nd Floor, 28A, Kasturba Gandhi Marg,
New Delhi 110 001, India.
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xproindia

DECLARATION PURSUANT TO REGULATION 33(3)(d) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

In terms of the provisions of Regulation 33(3)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we confirm that the Statutory Auditors of the Company, viz M/s Walker Chandiok & Co. LLP, Chartered Accountants, have issued Audit Reports with unmodified opinion on the Audited Financial Results of the Company (Standalone & Consolidated) for the year ended March 31, 2026.

For **XPRO INDIA LIMITED**



Vinay Kumar Agarwal
President (Finance) & Chief Financial Officer